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RECORDATION NO. 17817-G FILED

JUN 28 '01 11:54 AM

SURFACE TRANSPORTATION BOARD

lgitomer@bjllp.com

June 27, 2001

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Release of Lien, a secondary document, dated as of June 25, 2001. The primary document to which this is connected is recorded under Recordation No. 17817. We request that one copy of this document be recorded under Recordation No. 17817-G.

The name and address of the party to the Release of Lien is:

Secured Party:

Wells Fargo Bank of Texas, N.A., formerly First Interstate Bank of Texas, N.A.
40 NE Loop 410, Suite 301
San Antonio, TX 78216

A description of the equipment covered by the Release of Lien consists of one GP-10 locomotive numbered CPDR 8383 and one GP-7 locomotive numbered TNER 2219.

BALL JANIK LLP

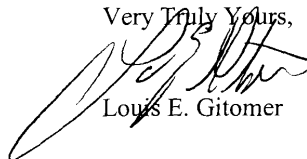
Honorable Vernon A. Williams
June 27, 2001
Page 2

A fee of \$28.00 is enclosed. Please return the original to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: a Release of Lien by Wells Fargo Bank of Texas, N.A., formerly First Interstate Bank of Texas, N.A., 40 NE Loop 410, Suite 301, San Antonio, TX 78216, covering one GP-10 locomotive numbered CPDR 8383 and one GP-7 locomotive numbered TNER 2219.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "L. Gitomer", is written over the typed name.

Louis E. Gitomer

Enclosures

RECORDATION NO. 17817-G FILED

JUN 28 '01 11:54 AM

RELEASE OF LIEN

SURFACE TRANSPORTATION BOARD

The undersigned, Wells Fargo Bank of Texas, N.A., ("Bank"), formerly First Interstate Bank of Texas, N.A., is the Secured Party described in that certain Commercial Security Agreement dated as of May 8, 1992, as amended, executed by RailTex, Inc. ("RailTex"), a Texas corporation, and recorded at the Interstate Commerce Commission ("ICC"), now known as the Surface Transportation Board, under Recordation Number 17817 covering the railroad locomotives described in the Attachment, as amended by the First Amendment to Commercial Security Agreement dated as of September 23, 1992 between RailTex. and Bank, recorded at the ICC on September 23, 1992 under Recordation Number 17817-A covering the railroad locomotives described in the Attachment, and as further amended by the Second Amendment to Commercial Security Agreement dated as of February 1, 1993 between RailTex, and Bank, recorded at the ICC on February 3, 1993 under Recordation Number 17817-B covering the railroad locomotives described in the Attachment.

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Bank has released and discharged, and by these presents hereby terminates said Commercial Security Agreement, and releases and discharges all the property described therein from all liens held by the Bank created or described in said agreement and any renewals or extensions thereof.

Executed as of June 25, 2001.

WELLS FARGO BANK OF TEXAS, N.A., formerly
FIRST INTERSTATE BANK OF TEXAS, N.A.

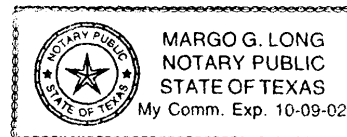
By: Arty C. [Signature]
Title: VICE PRESIDENT

State of Texas)
) ss.
County of Harris Baum)

On this 25th day of June, 2001, before me, Margo G. Long, the undersigned Notary Public, personally appeared Anthony Frels personally known to me to be the person who executed the within instrument as VP of Wells Fargo Bank on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Margo G. Long
Notary Public for Texas

My Commission expires 10-9-02

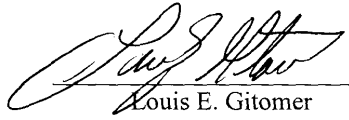


ATTACHMENT

One GP-10 locomotive numbered CPDR 8383.
One GP-7 locomotive numbered TNER 2219.

CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Release of Lien dated as of June 25, 2001 and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



Louis E. Gitomer
June 27, 2001